

DECLARATION AND PETITION

As a below named inventor, I hereby declare: that my residence, post office address, and citizenship are as stated below next to my name; that I verily believe I am the original, first, and sole inventor of the subject matter which is claimed and for which a patent is sought on the invention entitled TRANSLUCENT TONNEAU COVER AND SYSTEM, the specification of which was filed on October 29, 2003 as THORPE NORTH & WESTERN, LLP, Docket No. 21209.NP; that I have reviewed and understand the contents of the above-identified specification, including the claims; and that I acknowledge the duty to disclose information which is material to patentability as defined in § 1.56(a) of Title 37 of the Code of Federal Regulations.

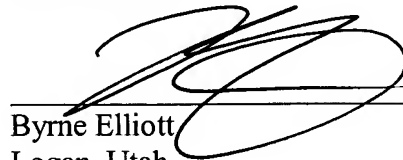
I hereby claim the benefit of the earlier filed non-provisional patent application filed in the United States Patent and Trademark Office as application no. 60/422,825 filed on October 30, 2002; and, insofar as the subject matter of each of the claims of these applications is not disclosed in the earlier filed pending applications in the manner provided by the first paragraph of Section 112 of Title 35 of the United States code, I acknowledge the duty to disclose material information, as defined in Section 1.56(a) of Title 37 of the Code of Federal Regulations, which occurred between the filing date of the earlier filed applications and the filing date of this application.

I declare further that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful, false statements and the like so made are punishable by fine or imprisonment, or both, under § 1001 of Title 18 of the United States Code, and that such willful, false statements may jeopardize the validity of the application or any patent issuing thereon.

Wherefore, I pray that Letters Patent be granted to me for the invention or discovery described and claimed in the foregoing specification and claims, declaration, and this petition.

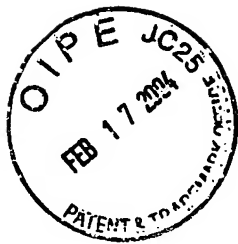
Signed at Logan (City), UT (State), this 9 day of December, 2003.

INVENTOR:



Residence: (City, State):
Citizenship:
Post Office Address:

Byrne Elliott
Logan, Utah
United States of America
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POWER OF ATTORNEY

Global Accessories, Inc., a corporation, organized and existing under the laws of the State of Delaware, having a business address of P. O. Box 3656, 80 West 900 South, Logan, Utah 84323-3656, owner of all right, title and interest in the invention entitled TRANSLUCENT TONNEAU COVER AND SYSTEM for which an application for United States Letters Patent which was filed on October 29, 2003 as THORPE NORTH & WESTERN, LLP Docket No. 21209.NP, and empowered to prosecute the U.S. and foreign applications on behalf of the inventor, hereby appoint as its attorneys and/or patent agents the law firm of THORPE NORTH & WESTERN, LLP, having a business address of 8180 South 700 East, Suite 200, Sandy, Utah 84070, and VAUGHN W. NORTH, Registration No. 27,930; M. WAYNE WESTERN, Registration No. 22,788; CLIFTON W. THOMPSON, Registration No. 36,947; GARRON M. HOBSON, Registration No. 41,073; PETER M. DE JONGE, Registration No. 47,521; WEILI CHENG, Registration No. 44,609; DAVID R. MCKINNEY, Registration No. 42,868; STEVE M. PERRY, Registration No. 45,357; GARY P. OAKESON, Registration No. 44,266; DAVID W. OSBORNE, Registration No. 44,989; JASON R. JONES, Registration No. 51,008; ERIK S. ERICKSEN, Registration No. 48,954; DAVID L. STOTT, Registration No. 43,937; and PAUL C. OESTREICH, Registration No. 44,983; all with full power of substitution and revocation, to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith.

All correspondence concerning this application should be directed to:

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Dated this 2nd day of December 2003 at Logan UT (City, State).

GLOBAL ACCESSORIES, INC.

By 
VP Finance & Administration